

EXHIBIT A

SCOPE OF WORK

AmberGlen Community Plan Zones and Development Regulations

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1. INTRODUCTION

The City of Hillsboro seeks a professional consulting firm (“Consultant”) to create zones and development regulations to implement the AmberGlen Community Plan.

In January 2010, the City of Hillsboro adopted amendments to the Hillsboro Comprehensive Plan and Map to incorporate the AmberGlen Community Plan. Implementing zones and development regulations were not adopted at that time. Current Comprehensive Plan and Zoning Ordinance designations for Station Community Planning Area zones support existing “campus” development forms at AmberGlen Business Park and Oregon Health Sciences University West Campus. Adoption of the AmberGlen Community Plan established the policy framework required to amend land use regulations for higher intensities and densities and for accomplishing the community’s vision for an urban regional center. The AmberGlen Community Plan identifies a vision, guiding principles and development concept for:

- Creating intensive, mixed-use development and achieving higher levels of density close to major employers;
- Providing high quality amenities in an urban, pedestrian-supportive environment; and
- Supporting regional transportation infrastructure.

The AmberGlen plan area provides a unique opportunity for transforming suburban development. Development of the area as an urban community will connect the adjacent Tanasbourne Town Center to the region’s Westside Light Rail line and create a vibrant, mixed-use regional center in a suburban location. Served by US Hwy 26 and close to the region’s intensive high-tech industrial cluster and major retail and service industry employers, the AmberGlen area is an ideal location to plan for intensive urban development.

2. PROJECT OUTCOMES

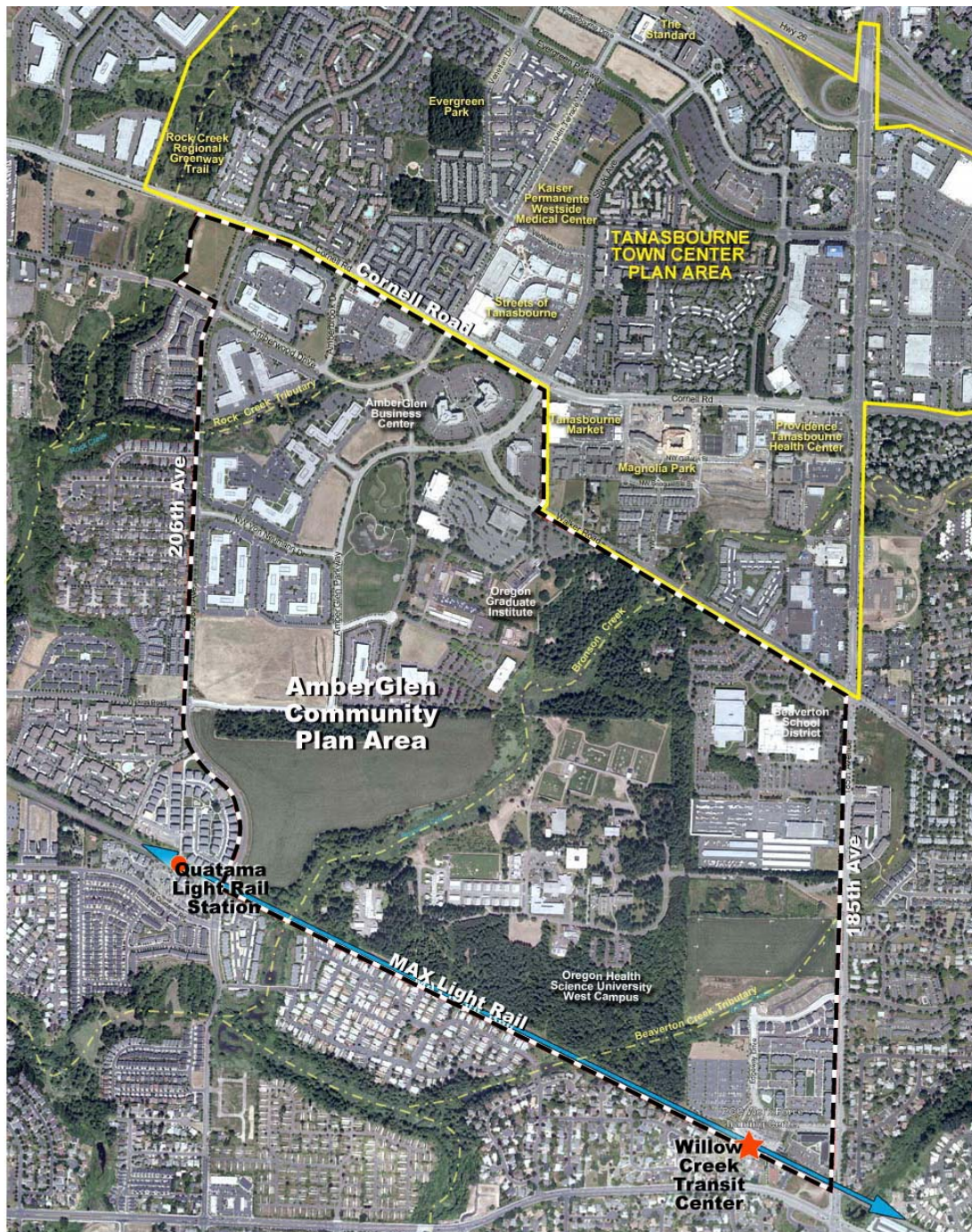
The purpose of this project is to develop amendments to the Hillsboro Zoning Ordinance to implement AmberGlen Community Plan goals, policies and actions, and mixed use map designations identified in the Hillsboro Comprehensive Plan. Adopted policies call for designation of the combined Tanasbourne Town Center and AmberGlen Community Plan areas as a Metro 2040 Regional Center, and for extension of High Capacity Transit through the plan area to connect the existing Westside Light Rail line to the proposed regional center and to employment centers to the north and west. The adopted Land Use Concept organizes high density mixed-use development around a signature central park and protected natural areas and provides access to urban shops and businesses, transit, recreation and nature.

The project team must coordinate effectively with property owners, public agency partners and the public to ensure outcomes that reflect stakeholders’ interests and that will be broadly supported. Project outcomes include development and adoption of:

- Zones and base standards necessary for urban mixed-use development to serve a range of households, ages and income levels at adopted target densities of up to 43 dwelling units per acre in medium density districts, and up to 74 dwelling units per acre in high density districts;
- Design standards and guidelines to ensure livability with increased densities and to create a landmark identity;
- Sustainability standards and incentives to serve as a model for district strategies and environmentally sustainable development;
- Street and connectivity standards to provide a pedestrian environment and multimodal access, manage stormwater efficiently, and enhance community character;
- Provisions necessary to support existing development until the time that redevelopment becomes economically viable; and
- Incentives and performance measures developed to support economic vitality for the district.

3. LOCATION

The AmberGlen Community Plan area encompasses approximately 606 acres located near Hillsboro's growing residential and employment populations. The plan area is bounded by NW Cornell Road to the north, NW 206th Avenue to the west, NW 185th Avenue to the east and the Westside Light Rail Line to the south. The Bronson Creek corridor traverses the plan area creating two distinct subareas. The western area includes the AmberGlen Business Center and the Oregon Graduate Institute. The eastern area includes the Oregon Health Science University (OHSU) West Campus and a mix of emerging multi-family residential, education and commercial uses. The Willow Creek Transit Center, PCC Work Force Training Center, and Quatama Light Rail Station are located at the southern plan area boundary.



AmberGlen Community Plan Area Map

4. BACKGROUND

Current Comprehensive Plan and Zoning Ordinance designations were developed prior to the opening of the Westside Light Rail in 1998 with the intent of supporting existing office and research campus development. With the exception of recent medium density residential development near the Willow Creek Transit Center and PCC Work Force Training Center, plan area development is primarily auto-oriented and includes the multi-tenant AmberGlen Business Park campus and the OHSU West Campus. Approximately 3.4 million square feet is currently developed within the plan area, comprising 57% of the approximately 6.0 million square feet of development allowed under current zoning. The plan area features significant sites of vacant or underdeveloped land with approximately 100 undeveloped acres controlled by OHSU and AmberGlen Business Park stakeholders.

The City of Hillsboro initiated concept planning for the AmberGlen plan area in 2006 to achieve higher levels of density close to major employers, provide high-quality urban amenities, support regional transportation infrastructure, and to transform the combined Tanasbourne/AmberGlen areas into a vibrant, mixed-use regional center. Public goals included meeting ongoing demand for jobs and a variety of housing, improving the jobs/housing balance, relieving pressure on established neighborhoods, planning for an uncertain energy future, fully supporting the region's investment in light rail, and providing a model for urban sustainable development. Completed in 2007, the *OHSU/AmberGlen Concept Plan (2007 Concept Plan)* was a collaborative effort between property owners, Tanasbourne area stakeholders and City, County, Metro and State officials. It identified a vision, guiding principles, development program, and implementation tools. The *2007 Concept Plan* was supported by stakeholders and endorsed by the City but not adopted. Refinement of the development concept was initiated in 2007 by motivated property owners to compare the *2007 Concept Plan* to existing property holdings. In 2009, the City initiated a process to refine the *2007 Concept Plan* for adoption as the AmberGlen Community Plan within the Comprehensive Plan.

In February 2009, City and regional leaders and stakeholders discussed and affirmed a shared commitment to the vision and aspirations established in the *2007 Concept Plan*. They also agreed to pursue designation of the combined Tanasbourne Town Center and AmberGlen plan areas as a Metro 2040 Regional Center, and a high-capacity transit link such as light rail through the AmberGlen plan area to connect to employment centers to the north and west. Additional plan refinements were made to address market feasibility, design of the central park and open space, and to respond to input received from the public and plan area stakeholders. Development of the AmberGlen Community Plan included a comprehensive transportation system analysis, development feasibility analyses, identification of implementation tasks, and an assessment of funding mechanisms including tax increment financing. Elements of this project identified in the *AmberGlen Community Plan* include the following:

Action 13 Develop and recommend amendments to zoning and development standards to implement the development program identified in the AmberGlen Community Plan Land Use Concept.

Action 14 Develop and adopt design standards and guidelines for Districts and Neighborhoods identified in the AmberGlen Community Plan Land Use Concept. Coordinate with public area design standards project identified in Parks and Open Space Action 3.

Action 15 Develop sustainability standards, guidelines and incentives for public and private development. In the interim, require development to exceed the state's minimum energy conservation requirements.

Action 19 Conduct an analysis projecting price ranges and housing types that are likely to be built in accordance with the AmberGlen Community Plan Development Program. Include affordability estimates for both owner-occupied and renter-occupied housing.

The *AmberGlen Community Plan*, Comprehensive Plan Map designations and Appendices can be viewed in Sections 28 and 29 of the Comprehensive Plan at:

http://www.ci.hillsboro.or.us/Planning/HTMLcompPlan/Comp_Plan_Table_of_Contents.aspx Current zoning and standards for the AmberGlen plan area can be viewed at:

<http://www.ci.hillsboro.or.us/Planning/HTMLzoneVOL2/ZORD2TOC.aspx>

5. WORK TASKS AND DELIVERABLES

This project requires an experienced team of professionals committed to a collaborative public process in partnership with the City, stakeholder agencies and property owners. The selected Consultant will reflect and be supportive of Hillsboro's problem-solving approach toward development and community participation. The Consultant should demonstrate excellent internal coordination among disciplines and possess the range of professional skills required to effectively accomplish the work. The following disciplines and expertise are anticipated to be required:

- code writing and development of design standards, guidelines and incentives
- urban design and architecture/construction cost assessment
- transportation planning and district parking
- sustainable development and green street design
- district strategies for stormwater management and energy production
- development economics (provided under separate contract – see below)

The City is contracting separately for Task 3 Financial Feasibility Factors Analysis with development economics firm, Johnson Reid. The consultant team and Johnson Reid will coordinate closely to support and integrate economic feasibility factors with development and refinement of regulatory concepts. A primary consideration for this project is the likely effect of proposed zones, standards and incentives on the value of current holdings, development viability, and long-term economic vitality for district.

The following work tasks and deliverables are anticipated to complete the project and represent the City's best estimate of work needed to accomplish project objectives. The City is open to a suggested approach that may deviate from this scope of work to better accomplish these objectives. The selected Consultant will be required to provide a final scope of services to be approved by the City.

Task 1. Project Reconnaissance and Policy/Regulatory Framework

Objectives:

- Gain a comprehensive understanding of AmberGlen Plan area existing conditions and applicable policies and regulations.
- Identify key issues.

1.1 Consultant will complete a project reconnaissance including:

- a. Site visit to identify key existing conditions and features.
- b. Review of adopted City of Hillsboro plans including the AmberGlen Community Plan, the Parks and Trails Master Plan, Transportation Systems Plan, and other adopted plans, maps and policies.
- c. Analysis of City of Hillsboro regulatory framework including zoning, development standards, design guidelines and PUD/Community Development Plan approvals requirements.
- d. Examine organization and format for ongoing Community Development Code reorganization project.
- e. Review of data and recent studies such as area maps, topography, ownership data, AmberGlen Community Plan Appendices (includes transportation and economic analyses), OHSU/AmberGlen Concept Plan materials, and other relevant information to be provided by the City.

1.2 Based on Task 1.1, Consultant will provide a brief summary report to address:

- a. The adopted policy/regulatory framework with an emphasis on how current provisions support or constrain implementation of AmberGlen Community Plan goals and policies; and
- b. Key issues to be addressed by development of zones and standards to accomplish AmberGlen Community Plan goals, policies and actions, and to focus work with stakeholders and the public.

Task 1 Deliverables:

1.1 Project Reconnaissance

1.2 Report 1 Policy/Regulatory Framework and Issues

Task 2. Regulatory Concepts: Zones and Base Standards

Objectives:

- Develop regulatory concepts to identify zones and development requirements for fostering uses, densities, and development types identified in the AmberGlen Community Plan Development Program.
- Provide text, maps visual analyses and illustrative development concepts to demonstrate regulatory concepts.
- Refine regulatory concepts and identify preferred requirements in response to economic feasibility findings and stakeholder and public response.

2.1 Based on information obtained in previous tasks, input from stakeholders, and in coordination with Johnson/Reid (see Task 4), Consultant will develop regulatory concepts to address zone designations and requirements for uses, base standards, parking and related incentives. Materials shall feature text, maps and visual analyses and provide a clear comparison between concept requirements and current regulations. Consultant materials shall address, at a minimum:

- a. Zones to implement designations identified in the Comprehensive Plan for the AmberGlen Community Plan area.
- b. Requirements for uses, minimum lot size, FAR, residential density, height (includes solar access and view preservation), setbacks, ground floor retail/active uses, and landscaping/open space.
- c. Parking requirements, restrictions and potential district parking management provisions to optimize efficiency and foster non-auto trips.
- d. Incentives to foster development at targeted densities, vertical mixed use development, retail amenity businesses, housing for a range of income levels, sustainable development, and other desired features identified in the AmberGlen Community Plan.
- e. Conceptual development prototypes to provide a visual and quantitative demonstration of densities, scale, orientation, building organization and construction types associated with regulatory concepts.
- f. Applicability “triggers” and likely impacts on existing and future development activity.

2.2 Based on comments received at public and stakeholder meetings and in response to economic feasibility findings, Consultant will make refinements as needed to produce preferred concepts for zones and uses, base standards, parking requirements, incentives and related illustrative materials.

Task 2 Deliverables:

2.1 Report 2 Regulatory Concepts: Zones and Base Standards

2.2 Refinements to Report 2 Regulatory Concepts: Zones and Base Standards

Task 3. Regulatory Concepts: Design and Sustainability Standards

Objectives:

- Develop regulatory concepts to identify requirements for establishing a compelling community identity, ensuring livability, providing an active and attractive public realm, and for environmentally sustainable community development.
- Provide text, maps visual analyses and illustrative development concepts to demonstrate regulatory concepts.
- Refine regulatory concepts and requirements zones in response to economic feasibility findings and stakeholder and public response.

3.1 Based on information obtained in previous tasks, input from stakeholders, and in coordination with Johnson/Reid (see Task 4), Consultant will develop regulatory concepts to address requirements for architectural quality and urban design identified by the AmberGlen Community Plan Land Use Concept. The regulatory concepts will also address public area and sustainable development requirements identified by AmberGlen Transportation and Infrastructure Concepts. Materials shall

feature text, maps and visual analyses and provide a clear comparison between concept requirements and current regulations. Consultant materials will address, at a minimum:

- a. Building design requirements to address pedestrian scale and orientation, entries, public/private transitions, garages and parking areas, open space, materials, windows and roofs.
- b. Requirements for multi-modal access and connectivity, maintenance, and for the design of streets and access lanes, open space, green streets, sidewalks, paving, streets trees and grates, street lights, street furniture, and landscape materials.
- c. Recommendations for reinforcing AmberGlen district and neighborhood identity and character, the pedestrian environment and access to nature, and for fostering inviting “third places”.
- d. Requirements for sustainable development, and to require consideration of district strategies for stormwater management and energy production.
- e. Concept illustrations to provide a visual demonstration of design and sustainability requirements associated with regulatory concepts.

3.2 Based on comments received at public and stakeholder meetings and in response to economic feasibility findings, Consultant will make refinements as needed to produce preferred concepts for design and sustainability requirements, guidelines, incentives and related illustrative materials.

Task 3 Deliverables:

3.1 Report 3 Regulatory Concepts: Design and Sustainability Standards

3.2 Refinements to Report 3 Regulatory Concepts: Design and Sustainability Standards

Task 4. Economic Feasibility Factors *(under separate contract – see below)*

The City is contracting separately for Task 3 Financial Feasibility Factors Analysis with development economics firm, Johnson Reid. The consultant team and Johnson Reid will coordinate closely to support and integrate economic feasibility factors with development and refinement of regulatory concepts.

Objectives:

- Document prevailing and future achievable rents and prices for AmberGlen development, including affordability estimates for rental and owner-occupied housing.
- Estimate economic feasibility for development identified in the AmberGlen Community Plan Development Program to inform regulatory concepts developed in Tasks 2 and 3.
- Assess near- and long-term effects of potential strategic public investments on project feasibility and district economic vitality.

4.1 Johnson Reid will lead up to three (3) small group interviews with select property owners with City and Consultant Team Lead participation (see Task 7.2) to discuss critical issues and identify concerns and desired outcomes at the outset of the project.

4.2 Johnson Reid will assess current and future achievable prices and rents for development identified in the AmberGlen Community Plan Development Program. The assessment will be based on projected growth and demand and will focus on residential development. The assessment will examine the role of subsidized affordable housing in the evolution of high-density mixed use districts and include affordability estimates for owner-occupied and renter-occupied housing.

4.3 Johnson Reid will explore economic feasibility development based on regulatory concepts developed in Task 2 to address zones and requirements for uses, base standards, parking and related incentives. The work shall include the following:

- a. In coordination with Consultant, identify likely impacts to development costs associated with regulatory concept requirements.
- b. Assess the degree to which a range of public investment tools can enhance the economic feasibility of AmberGlen development. Public investments to be considered include district-wide

enhancements to the investment environment such as transportation improvements, open space, and investments to foster desirable urban amenity businesses, as well as project-specific enhancements.

- c. Develop financial pro formas to assess the feasibility of development that meets regulatory concept requirements developed in Task 2, and to identify the likely marginal impact of various public investment tools.
- 4.4 Johnson Reid will refine Task 4.3 work to reflect any additional economic impacts associated with design and sustainability requirements addressed by regulatory concepts developed in Task 3.
- 4.5 Johnson Reid will provide to five presentations summarizing economic analyses and findings, including participation at the first three SC/TAC Meetings, and at two Work Sessions with the Planning Commission and/or City Council.

Task 4 Deliverables:

- 4.1 Lead interviews with select property owners, not to exceed three interviews***
- 4.2 Economics Memo 1 Achievable Pricing and Affordability Estimates***
- 4.3 Economics Memo 2 Regulatory Concepts Feasibility - Zones and Base Standards***
- 4.4 Economics Memo 3 Regulatory Concepts Feasibility - Design and Sustainability Standards***
- 4.5 Presentations summarizing work and findings to SC/TAC and at Work Sessions with the Planning Commission and/or City Council, not to exceed five presentations***

Task 5. AmberGlen Zones and Development Standards Draft Amendments

Objective: Prepare clear, concise and legally compliant AmberGlen Zoning and Development Standards, including design guidelines and graphic materials, for adoption as map and text amendments to the Hillsboro Zoning Ordinance.

- 5.1 Based on refined regulatory concepts established in previous tasks, Consultant will prepare AmberGlen Zones and Development Regulations (First Draft). Format and organization of the draft amendments shall be coordinated with existing provisions and to the extent practicable, with the direction established by the ongoing project to reorganize the entire Hillsboro Zoning Ordinance (Hillsboro Community Development Code Reorganization Project) targeted for adoption in 2012. Consultant shall coordinate with City to produce maps and data in a compatible GIS format. The comprehensive regulatory package will include:
 - a. Zones and Zoning Map designations, uses, base standards, parking requirements and incentives;
 - b. Design and Sustainability Standards, Guidelines and Incentives.
 - c. Maps, tables and visual materials to identify requirements and to illustrate compliance.
 - d. Applicable existing provisions and amendments to Hillsboro Zoning Ordinance presented with tracked changes for deleted and inserted/new text, maps, tables and illustrations as required.
- 5.2 Based on comments received at public and stakeholder meetings, Consultant will make refinements as needed and produce AmberGlen Zones and Development Regulations (Second Draft).
- 5.3 Based on additional review and comments, Consultant will make refinements as needed and produce the AmberGlen Zones and Development Regulations (Third Draft) for adoption.

Task 5 Deliverables:

- 5.1 First Draft AmberGlen Zones and Development Regulations***
- 5.2 Second Draft AmberGlen Zones and Development Regulations***
- 5.3 Third Draft (for adoption) AmberGlen Zones and Development Regulations***

Task 6. Draft Ordinances and Compliance Memorandum

Objectives:

- Provide Memorandum describing compliance/conformance with applicable state and regional titles and provisions.
- Provide Draft Ordinances for adoption of amendments to the Hillsboro Zoning Ordinance for City review.

6.1 Consultant will prepare a clear, concise and legally compliant memorandum describing how amendments to the Hillsboro Zoning Ordinance comply with or conform to applicable Statewide Planning Goals, LCDRC Administrative Rules including a TPR Compliance Section, and applicable Regional Urban Growth Management Functional Plan titles and provisions.

6.2 Consultant will prepare clear, concise and legally compliant Draft Ordinances for adoption of amendments to the Hillsboro Zoning Ordinance text and map for City review.

Task 6 Deliverables:

6.1 Draft Ordinance amending the Hillsboro Zoning Ordinance to incorporate AmberGlen Zones and Development Regulations

6.2 AmberGlen Zones and Development Regulations Compliance Memorandum

Task 7. Project Coordination, Stakeholder Engagement and Public Involvement

Consultant will participate in meetings with the Project Team, small group meetings with select stakeholders, Steering Committee (SC), Technical Advisory Committee (TAC), and in public open houses.

7.1 Project Team

Objectives: Achieve clear communication and efficient delivery of services.

Consultant will participate in Project Management Team Meetings to confirm project objectives, methods, approach, meeting formats, materials, work products, due dates and resolution of issues. A Project Management Team “kick-off” meeting is anticipated at the start of the project, and scheduled by the City as needed thereafter to prepare for SC, TAC and public meetings.

7.2 Property Owners.

Objectives: Discuss critical issues and identify concerns and desired outcomes.

Consultant Team Lead will participate in up to three small group interviews with select property owners at the outset of the project. Johnson Reid will lead interviews (see Task 4.1).

7.3 Steering Committee and Technical Advisory Committee

a. Steering Committee (SC)

Objectives:

- Property owner and stakeholder coordination
- Project guidance
- Review of draft zoning amendments prior to adoption.

The SC will be the primary forum for receiving property owner and stakeholder input and guidance for this project. With advice from the Consultant, the City will form a Project SC to be appointed by the City Council to represent property owners, business representatives and stakeholders from the Tanasbourne/AmberGlen area. The Consultant will prepare for and facilitate up to four (4) SC meetings to be held on the same day as TAC meetings. The City will be responsible for SC meeting announcements, locations and agendas with assistance from Consultant to develop agendas, meeting formats and materials.

7.3 Steering Committee and Technical Advisory Committee (continued)

b. Technical Advisory Committee (TAC)

Objectives:

- Agency coordination,
- Technical guidance
- Review of draft zoning amendments

The TAC will be comprised of additional department representatives from the City of Hillsboro as well as representatives from the City's Planning Commission, Washington County DLUT, ODOT Region #1 Office, Hillsboro Chamber of Commerce, Clean Water Services, Metro, TriMet, and Oregon Land Conservation and Development. The Consultant will prepare for and facilitate up to four (4) TAC meetings to be held on the same day as SC meetings. The City will be responsible for TAC meeting announcements, locations and agendas with assistance from Consultant to develop agendas, meeting formats and materials.

c. SC and TAC Meetings Outline:

SC/TAC Meeting 1

To be distributed prior to meetings and presented for discussion:

- Report 1 Policy/Regulatory Framework Summary and Issues
- Report 2 Regulatory Concepts: Zones and Base Standards
- Economics Memo 1 Achievable Pricing and Affordability Estimates
- Economics Memo 2 Regulatory Concepts Feasibility: Zones and Base Standards

SC/TAC Meeting 2

To be distributed prior to meetings and presented for discussion:

- Report 3 Regulatory Concepts: Design and Sustainability Standards
- Economics Memo 3 Regulatory Concepts Feasibility: Design and Sustainability Standards
- Refinements to Report 2 Regulatory Concepts: Zones and Base Standards

SC/TAC Meeting 3:

To be distributed prior to meetings and presented for discussion:

- AmberGlen Zones and Development Regulations (First Draft)
- Refinements to Report 3 Regulatory Concepts: Design and Sustainability Standards

SC/TAC Meeting #4:

To be distributed prior to meetings and presented for discussion:

- AmberGlen Zones and Development Regulations (Second Draft) for final review and discussion before preparation of Hillsboro Zoning Ordinance map and text amendments for adoption.

7.4 Public Open House Meetings

Objectives:

- Solicit input from citizens to inform development of Zoning Ordinance amendments
 - Distribute information on draft Zoning Ordinance amendments prior to adoption
 - Ensure that all interested parties receive information needed to effectively participate in public hearings.
- a. Consultant will prepare for and facilitate up to three Project Open House meetings. City will be responsible for production, distribution and publication of Open House announcements, locations and agendas with assistance from Consultant to develop agendas, meeting formats and materials.

b. Open House Meetings Outline:

Open House 1: Topics addressed similar to SC/TAC Meeting 1

Open House 2: Presentation and discussion of AmberGlen Zones and Development Regulations (First Draft) and topics addressed in TAC/SC Meetings 2 and 3.

Open House 3: Presentation of AmberGlen Zones and Development Regulations (Second Draft) and preparation for participation in public hearings.

7.5 Planning Commission and City Council.

Objective: Coordination and presentation of project materials, analyses and issues at Planning Commission and City Council Work Sessions and/or Public Hearings.

Consultant will prepare presentations and participate in up to four (4) Planning Commission and City Council Work Sessions and/or Public Hearings.

Task 7 Deliverables:

7.1 Project Team meeting participation and summaries, not to exceed six meetings.

7.2 Participation in property owner interview, Consultant Team Lead only, not to exceed three interviews.

7.3 Participation in SC/TAC meetings including presentations, materials, facilitation and draft meeting summaries, not to exceed four meetings

7.4 Participation in public open house meetings including presentations, materials, facilitation and draft meeting summaries, not to exceed three meetings.

7.5 Participation in presentations to Planning Commission and City Council at Work Sessions and Public Hearings, not to exceed meetings.